

**By Electronic Mail**

Honorable Robert E. Gerber  
United States Bankruptcy Court  
Southern District of New York  
One Bowling Green  
Courtroom 621  
New York, New York 10004-5660

**Re: In re Motors Liquidation Company, f/k/a General Motors Corp.,  
Docket No. 09-50026 (REG)**

Dear Judge Gerber:

Please accept this letter on behalf of the States of Missouri, Massachusetts, Michigan, New Jersey, North Carolina, and Ohio, and the California Department of Toxic Substances Control joining in the limited objection filed by the State of New York to the Debtor's motion for an order pursuant to 11 U.S.C. §§ 101(5) and 363 in aid of implementation of sale. For the reasons set forth in New York's limited objection, we respectfully request that the Court delete the paragraph in the proposed order that would allow the Debtors to enter into future settlements with New GM that amend, change or modify the provisions of the Master Sale and Purchase Agreement without notice to parties in interest and without further Court approval. Thank you.

Respectfully submitted,

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cc: All Parties on Attached Service List

**Certification of Service**

I hereby certify that on the 1st day of March 2010, via electronic or first class mail and/or the Electronic Docket, the State of Missouri and other States Joinder in the State of New York's Limited Objections To Debtors' Motion for an Order Pursuant to 11 U.S.C. §§ 105(a) and 363 In Aid of Sale, upon the parties listed below in accordance with the Federal Rules of Bankruptcy Procedure and the Local Rules of this Court.

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